

**Hearing Date: June 26, 2013 at 10:00 a.m. (ET) (as approved by the Court)**  
**Objection Deadline: June 19, 2013 at 4:00 p.m. (ET)**

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*Counsel to the Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
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**AMENDED NOTICE OF HEARING ON DEBTORS' MOTION PURSUANT  
TO FED. R. BANKR. P. 9019 FOR APPROVAL OF THE SETTLEMENT  
AGREEMENT AMONG THE DEBTORS, FGIC, THE FGIC TRUSTEES  
AND CERTAIN INSTITUTIONAL INVESTORS**

**PLEASE TAKE NOTICE** that on June 7, 2013 the undersigned have filed the  
*Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of the Settlement  
Agreement among the Debtors, FGIC, the FGIC Trustees and Certain Institutional  
Investors* (the "**Motion**") [Docket No. 3929].

**PLEASE TAKE FURTHER NOTICE** that, as approved by the Court, a hearing  
on the Motion will take place on **June 26, 2013 at 10:00 a.m. (prevailing Eastern Time)**  
before the Honorable Martin Glenn, at the United States Bankruptcy Court for the

Southern District of New York, Alexander Hamilton Custom House, One Bowling Green,  
New York, New York 10004-1408, Room 501.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Motion must be made in writing, conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Notice, Case Management, and Administrative Procedures approved by the Bankruptcy Court [Docket No. 141], be filed electronically by registered users of the Bankruptcy Court's electronic case filing system, and be served, so as to be received no later than **June 19, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, upon (a) counsel to the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attention: Gary S. Lee, J. Alexander Lawrence, Kayvan B. Sadeghi and James A. Newton); (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attention: Tracy Hope Davis, Linda A. Riffkin, and Brian S. Masumoto); (c) the Office of the United States Attorney General, U.S. Department of Justice, 950 Pennsylvania Avenue NW, Washington, DC 20530-0001 (Attention: US Attorney General, Eric H. Holder, Jr.); (d) Office of the New York State Attorney General, The Capitol, Albany, NY 12224-0341 (Attention: Nancy Lord and Enid N. Stuart); (e) Office of the U.S. Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attention: Joseph N. Cordaro); (f) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attention: Richard M. Cieri and Ray Schrock); (g) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036 (Attention: Kenneth Eckstein and Douglas Mannal);

(h) counsel for Ocwen Loan Servicing, LLC, Clifford Chance US LLP, 31 West 52nd Street, New York, NY 10019 (Attention: Jennifer C. DeMarco and Adam Lesman); (i) counsel for Berkshire Hathaway Inc., Munger, Tolles & Olson LLP, 355 South Grand Avenue, Los Angeles, CA 90071 (Attention: Thomas Walper and Seth Goldman); (j) Internal Revenue Service, P.O. Box 7346, Philadelphia, PA 19101-7346 (if by overnight mail, to 2970 Market Street, Mail Stop 5-Q30.133, Philadelphia, PA 19104-5016); (k) Securities and Exchange Commission, New York Regional Office, 3 World Financial Center, Suite 400, New York, NY 10281-1022 (Attention: George S. Canellos, Regional Director); (l) counsel to Financial Guaranty Insurance Company, Jones Day, 222 East 41<sup>st</sup> Street, New York, NY 10017-6702 (Attention: Richard L. Wynne); and (m) counsel to the Steering Committee Consenting Claimants, Gibbs & Bruns LLP, 1100 Louisiana Street, Suite 5300, Houston, TX 77002 (Attention Kathy D. Patrick) and Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036-8704 (Attention D. Ross Martin and Keith H. Wofford); (n) counsel to the Talcott Franklin Consenting Claimants, Talcott Franklin, P.C., 208 N. Market Street Suite 200, Dallas, Texas 75202 (Attention Talcott Franklin), Miller, Johnson, Snell & Cummiskey, P.L.C., 250 Monroe Avenue NW, Suite 800, P.O. Box 306 Grand Rapids, MI 49501-0306, (Attention Thomas P. Sarb), and Carter Ledyard & Milburn LLP, 2 Wall Street, New York, New York 10005 (Attention James Gadsden); (o); The Bank of New York Mellon, Asset Backed Securities Group, 101 Barclays Street 4W, New York, NY 10286; (p) U.S. Bank National Association, 50 South 16th Street, Suite 2000, Philadelphia, PA 19102 (Attention George Rayzis); (q) U.S. Bank National Association, 60 Livingston Avenue, EP-MN-WS1D, St. Paul, MN 55107 (Attention Irina Palchuk); (r) counsel to U.S. Bank National Association

or Wells Fargo Bank, N.A., Seward & Kissel LLP, One Battery Park Plaza, New York, NY 10004 (Attention Ronald L. Cohen); (s) Wells Fargo Bank, N.A., P.O. Box 98, Columbia, MD 21046 (Attention Corporate Trust Services, GMACM Home Equity Notes 2004 Variable Funding Trust); counsel to Wells Fargo Bank, National Association, Alston & Bird LLP, 90 Park Avenue, New York, NY 10016 (Attention Martin G. Bunin); (t) counsel to the Bank of New York Mellon Trust Company, N.A., Dechert LLP, 1095 Avenue of the Americas, New York, NY 10036 (Attention Glenn E. Siegel); and (u) counsel to Law Debenture Trust Company of New York, Seward & Kissel LLP, One Battery Park Plaza, New York, NY 10004 (Attention Dale C. Christensen, Jr.).

**PLEASE TAKE FURTHER NOTICE** that if you do not timely file and serve a written objection to the relief requested in the Motion, the Bankruptcy Court may deem any opposition waived, treat the Motion as conceded, and enter an order granting the relief requested in the Motion without further notice or hearing.

Dated: June 10, 2013  
New York, New York

Respectfully submitted,

/s/ Gary S. Lee

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